

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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WI-LAN INC.,

Plaintiff,

v.

LG ELECTRONICS, INC. and LG  
ELECTRONICS U.S.A., INC.,

Defendants.

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**SUPPLEMENTAL DECLARATION OF WILLIAM MIDDLETON**

I, William Middleton, declare as follows:

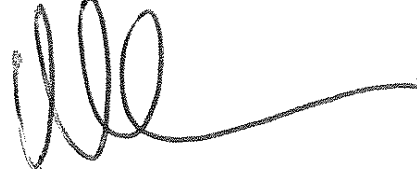
1. I am Senior Vice President & General Counsel at Wi-LAN Inc. (“Wi-LAN”).

The following facts are within my personal knowledge and if called as a witness by the Court, I would be competent to testify to the matters set forth below.

2. Wi-LAN is in the business of licensing technology in the area of digital television (“DTV”) signal processing.

3. Wi-LAN routinely engages in confidential licensing negotiations with other companies, and where the parties contemplate the disclosure to each other of confidential non-public information or documentation, these negotiations are either governed by a formal non-disclosure agreement or otherwise conducted with the understanding that the information exchanged between Wi-LAN and potential licensees will remain confidential.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 28th day of February, 2011 at Ottawa, Ontario, Canada.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

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William Middleton

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